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JOHNSON POPE

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P04 000052249

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BASIC AMENDMENT

NATIONAL EMPLOYER SERVICES II, INC.

Certificate of Status	1
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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
NATIONAL EMPLOYER SERVICES II, INC.**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, as President of NATIONAL EMPLOYER SERVICES II, INC., does hereby certify that the Amendment provided for herein was adopted by the stockholders and the board of directors on the 29th day of April, 2005.

1. Name of Corporation: NATIONAL EMPLOYER SERVICES II, INC.
2. Document Number: The document number of the Corporation is P04000052249.
3. Amendment Adopted: Article I of the Articles of Incorporation is hereby amended to read as follows:

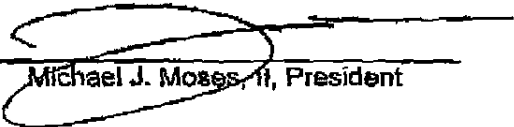
"ARTICLE I

The name of this corporation is QUALITY OF LIFE HOLDINGS, INC."

4. Stockholder Approval: All of the stockholders entitled to vote on this Amendment approved such Amendment
5. All other articles and provisions of the Articles of Incorporation as filed on March 24, 2004 remain the same.

The undersigned has executed these Articles of Amendment on the 29th day of April, 2005.

NATIONAL EMPLOYER SERVICES II,
INC.

By: 

Michael J. Moses, II, President

Prepared By:
A.R. Neal, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33758
Bar No. 0389152
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